ARTICLES OF INCORPORATION

of the ALAMO CATTLE COMPANY, S. A.

At the town of Magdalena, District of same name, on the eighteenth can of the month of June of the year nineteen hundred and eight, before me attorney Rafael Trevino, Judge of first instance of the same district, acting with functions of Notary Public in ac ordence with the law and the official witnesses, Mesers, Eugenio R Cagicas and Arn ifo Atondo, both of legal ago, employes, the first married with residence in Stati night and the residence in a house without number in New Street, of this town, qualified for testifying, appeared Messra William Beckford Kibbey, Jr., unmarried, of age, resident of Canana, and accidentally of this town. Ramon Elias, married of age, Cattleman, residing at the ranch El Alamo' in this juristiction, and in transit at this place; the Attorney Juan A stonzales, married, of age, of the protession indicated, and a resident of this town, and Mr. Pedro Trelles, Engineer, of age, unmarried and of this vicinity. All the appearing parties are known personally by the undersigned Novary, as also their legal capacity to contract and obligate themselves to their sgreement, and said.—That they have decided to form an Incorporated Company, under the clauses of the note that under this date they deposited in this Notaryship and carrying it into effect formalized it under the following clauses:

FIRST: Mesers, William Beckford Kibbey, Jr., Ramon Elias, Juan & Gonzales and Pedro

date they deposited in this Notaryship and carrying it into effect formalized it under the following clauses:

FIRST: Mesers. William Beckford 'Kibbey, Jr. Ramon Elias, Juan A Gonzales and Pedro Trelles, by the present document constitute and Incorporated Company, under the dispositions of the Commercial Code, the name of which will be "Alamo Cattle Company S. A."

SECOND: The object of the Company will be the exploitation of the cattle busin as in all its extension, for that purpose can acquire by lawful means all classes of cattle, be it for raising and reproduction, or for its sale at wholesale or retail or rent in whatever form might present itself, likewise can acquire country or town properties where it can graze its stock or where to dispose of meats and other products; and in general to carry out all classes of operations tending to obtain the indicated object.

THIRD: The Company also, for the indicated object, can solicit the loans that might be necessary, guaranteeing their payment with the holdings that they may possess.

FOURTH: The term of duration of this Company will be ten years, which are to be counted from the date of this document.

FIFTH: The legal domicile of the Company will be this town of Magdalens, and to its authorities is subject the decision of its matters in which the law so requires, none of its officers or directors being able to change jurisdiction to another judge. Notwithstanding this there can be created branch offices in other places when the Board of Directors so determines.

SIXTH: The capital of the Company will be

this there can be created branch offices in other places when the Board of Directors so determines.

SiXTH: The capital of the Company will be twelve thousand dollars in money of the Mexican mintage, divided in an equal number of shares, whose nominal value will be one dollar Mexican money each.

SEVENTH: The shares will be numbered consecutively and be indivisible; will be issued to the persons to whom they belong, and the owners can freely dispose of them in the manner prescribed by article eighteen hondred and one of the Commercial Code, making the corresponding inscription on the back of the document as also in the corresponding reglamentary book.

one of the Commercial Code, making the corresponding inscription on the back of the document as also in the corresponding reglamentary book.

EIGHTH: The administration of the Company will be in charge of an Administrative Council or Board of Directors formed by a President. Vice President, a Secretary and a Treasurer. There will also be the speakers designated by the statutes.— All of the preceding offices can only be held by shareholders, and they cannot act without previously cepositing in the Treasury the number of shares designated by the statutes.

NINTH: The meetings will be ordinary or extraordinary, the first being held in the home office of the Company the eighteenth of June of act year, the second will be held any time that it be convoked by the Board of Directors, the Commissary, or be solicited by a number of shareholders that represent at least three fourths part of the capital stock. The calls for the one or the other will be made with at least infteen days of anticipation to the date on which it is to be held, making the respective publication in the official paper of the State, this containing specific note of the matters that are to be treated at the meeting. The Statutes will also determine the form in which the shareholders should be notified.

TENTH: In the constitution, voting et cetera, of the general meetings, the disposition of the Statutes will be observed, or lacking, same the dispositions of the Commercial Code in its articles two hundred and four, two hundred and five and two hundred and four, two hundred and five and two hundred and four, two hundred and five and two hundred and four, two hundred and five and two hundred and four, two hundred and five and two hundred and four, two hundred and five and two hundred and ten.

ELEVENTH: The reserve find will be for

serve fund, the rest of the profits will be separated among the stock holders in proportion to the number of sharts they represent.

THIRTEENTH: The capital stock is subscribed and exhibited in the following form Mr. Elias rents to the Company the Ranch "El Alamo," jurisdiction of this district, for five years counting from this date, said rental consisting of the rights Mrs. Antonia Q de Elias represents in said ranch, and obligates himself to furnish three thousand dollars in cash, in consideration of five thousand nine hundred and ninety shares of capital stock, and Mr. W. B. Kibber, Jr., furnishes the Company the sum of five thousand and nine hundred and ninety shares of capital stock, and Mr. W. B. Kibber, Jr., furnishes the Company the sum of five thousand and nine hundred and ninety dollars in consideration of an equal number of shares of said stock; the Attorney Juan A Gonzales ten shares for cash, and the remaining ten shares Mr. Pedro Trelles for cash, also exhibited. Mr. Kibbey s ts forth in this act that the amounts corresponding to Messrs, Trelles y Gonzales exist in his possession, as also the ten per cent in cash of the balance of the capital, he having been designated by the rest of the stockholders to receive it.

FOURTEENTH: The Statutes will determine everything not covered in this document and will be presented for discussion and approbation at the first general meeting which will be held in this town the last day of the present month, for which it is taken that the stock holders are notified.

FIFEEENTH: In conformity with the dispositions of article one hundred and ninety of the Commercial Code the first Board of Directors is formed in the following manner—President and Treasurer Mr. W Beckford Kibber, Yice President Mr. Ramon Elias, and Commissary Mr. Pedro Trelles. The Vice President for the period of the business year, that being from the eighteenth to the eighteenth of June, and if on account of any unforseen cause no new election were held by this fact alone they will be considered re

Board of Directors.

SEVENTEENTH: The Board of Directors and its members will have the following faculties:

The Board will direct the organization of the

The President, or in proper case, the Vice President, will preside over the meetings of the Board, will call to meetings and consultations whenever he deems necessary, will sign for the Company in all transactions and necessary acts for the administration and care for the exact complance of the provisions of this document.

· II

III The said President is authorized to name employes and laborers, assign their remuneration and remove them when it appears opportune, to buy movable property, really or animals that may be needed.

IV To appear before any authority, federal or local, make petitions of all classes and extend powers of attorney public or private in the form he esteems necessary, and name representatives that merit his confidence with the faculties he judges opportune.

To appear before any authority, federal or all other kinds of buildings, and to own, lease, rent, occupy or manage the same.

3 To do a general real estate business on its own account or for other persons are convergent on the control of the contr

The Secretary will carry the reglamentary books, care for the files of the Company as also the correspondence and other official documents.

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bills receivable and pay the orders which ar-rive authorized by the President or Manager, in case he is acting.

EIGHTEENTH: The General Manager will have the faculties given him by the Board of Directors or the Statutes.

NINETEENTH: The causes of dissolution of this Company will be those expressed in article two hundred and sixteenth of the Commercial Code and the liquidation in such case as prescribed by the articles two hundred and seventeen to two hondred and twenty four of said Code.

TWENTIETH: The members of the Board of Directors will be named in a general share-holders meeting, they will meet each time it be so determined by the President or two of its members, and decisions will be taken by a majority of votes.

members, and decisions will be taken by a majority of votes.

TWENTY FIRST: Mr. Ramon Elias is named tieneral Manager subject to the appointment that the new Board of Directors may make. This document being read and explained to the siners. I certified that they were in conformity with its tenor, and I advised them as to their obligation to have it inscribed in the Commercial Registry of this place, and that all signed in my presence and that of the referred to witnesses. I so certify Welckford Kibbey, Jr., Ramon Elias, Pedro Trelles, Juan Gonzales. W. Eugenio R. Gagias, W. Arnolfo Atondo, R. Trevino, Seals, A seal which reads: Mexican Republic, Court of First Instance of the District of Magdalena, State of Schora-Under this date, under number 637 of the protocol which is ir charge of this court there was issued the document of incorporation under the name of "ALAMO CATTLE COMPANY" for Mesers. William Beckford Kibbey, Jr., Ramon Eins, Attorney Juan A Gonzales and Pedro Trelles, with a capital stock of Twelve Thousand Dollars. In conformity with fraction 96, part I Letter A of the revenue tax law it causes a tax of twelve dollars. I advise you as to it in compliance with article 147 of said law. Magdalena. June 18th, 1908. R. Trevino-Seal-To citizen Sub-Administrator of revenue tax cert-fices: that today they placed and cancelled on this note stamps of the value of \$12.00 in accordance with the above liquidation made under the responsibility of the Notary who signs it. Magd. June 22, 1908. E. A. S. F. Estrella-Seal. On the margin stamps for value of twelve dollars properly cancelled.

This first official copy was taken from the registry in the protocol, which is in charge of

This first official copy was taken from the reg stry in the protocol, which is in charge of this Court, the thirtieth day of June of the year nineteen hundred and eight. It goes faithfully confronted and corrected, being issued on three sheets with lawful stamps, for the Company Alamo Cattle Company, the note of the taxes remaining attached in the respective appendix at page one hundred and seventy four, folio number six hundred and thirty seven and letter J. I certify that the word "five" crossed out has no value. That the word "personally" interlined, has value. (Signed) R. TREVINO Seal.

First pub. March 7, last pub. April 11.

STATE OF MISSOURI, DEPARTMENT OF STATE.

To all whom these presents shall come: I, Cornelius Roach, Secretary of State of the State of Missouri, and Keeper of the State of Missouri, and Keeper of the Great Seal thereof, hereby certify that the annexed pages contain a full, true and complete copy of Articles of Incorporation in re ELY REAL F.STATE & INVESTMENT COMPANY, filed September 22, 1903; and Certificate of Incorporation issued thereon September 22, 1903, as the same appears on file and of record in this office.

In Testimony Whereof, I hereunto set my hand and affix the Great Seal of the State of Missouri. Done at the City of Jefferson, this second day of March, A. D., Nineteen Hundred and sight and privileges granted to Manual Property of State of Sasociation or Agreement in writing, as provided by law, and has in all respects complied with the requirements of law governing the formation of Private Corporations for Manufacturing and Business Purposes; Now, Therefore, I, Samuel B. Cook, Secretary of State of the State of Missouri, in virtue and by authority of law, do hereby certify that said Association has, on the date hereof, become a body corporate, duly organized, under the name of ELY REAL ESTATE & INVESTMENT COMPANY located at St. Louis, and is entitled to all the sight and privileges granted to Manufacturing as provided by law, and has in all respects complied with the requirements of law governing the formation of Private Corporations for Manufacturing and Business Purposes;

Now, Therefore, I, Samuel B. Cook, Secretary of State of the State of Missouri, in virtue and by authority of law, do hereby certify that said Association of Agreement in writing, as provided by law, and has in all respects complied with the requirements of law governing the formation of Private Corporations for Manufactu I, Cornelius Roach, Secretary of State

March, A. D., Nineteen Hundred and

Fourteen, (Signed) CORNELIUS ROACH. Secretary of State. (SEAL) (Signed) L. J. POWERS, Chief Clerk.

ARTICLES OF ASSOCIATION.

KNOW ALL MEN BY THESE PRESENTS: That we, whose names are hereunto subscribed do hereby associate ourselves together for the purpose of forming a corporation under the provisions of the laws of the State of Missouri, Chapter 12, Article IX, of the Revised Statutes of Missouri, 1899, and for that purpose state:

First: The name of this corporation shall be ELY REAL ESTATE & INVESTMENT COMPANY. Second: This corporation shall be ocated in the City of St. Louis and

Third: The capital stock of this corporation is \$550,006.00, divided into 5500 shares, of the par value of \$100.00 gales, Arizona. each; the same has been bona fide sub scribed and all thereof actually paid up in lawful money of the United States, and is in the custody of the persons hereinafter named as the first Board of

Directors. Fourth: The names, places of residence of the shareholders and the numper of shares subscribed by each are as

follows: NAME. PLACE OF RESIDENCE. NO. OF SHARES Clara D. Ely, St. Louis, Missouri,
Herndon Ely, Carrollton, Missouri,
Lewis B. Ely, St. Louis, Missouri,
Mildred Ely, St. Louis, Missouri,
Phebe Ely, St. Louis, Missouri,

Fifth: The business of this company shall be managed by a Board of Di-rectors composed of five Directors, and the following named shareholders shall constitute the Board of Directors for the first year, to-wit: Clara D. Ely, Herndon Ely, Lewis B. Ely, Mildred Ely and Phebe Ely.

Sixth: This corporation shall continue as a body politic for the term of

Seventh: The purposes for which this corporation is formed are:
1. To buy or sell, invest in, hold, own, occupy, lease or rent real estate, improved or unimproved, and all man-

ner of interests therein.

2. To buy or build houses, flats and

persons or corporations.

4. To buy, hold and sell notes, bonds and all kinds of securities. 5 To borrow money, and to loan and invest money, and take and receive The Treasurer will receive and care for all the finds of the Company, will give the corresponding receipts or statements, and collect all therefor all kinds of securities

and investment business on its own account, and for other persons or cor-7. To do generally every and all

things suitable, proper and advantage-ous in the carrying out of the forego-In testimony of which, we have here unto set our hands and seals this tenth

day of September, A. D., 1903. CLARA D. ELY. (Seal HERNDON ELY, (Seal LEWIS B. ELY, (Seal) MILDRED ELY, (Seal) PHEBE ELY,

State of Missouri, ass City of St. Louis.

On this teath day of September, A. D., 1903, before me personally appeared Clara D. Ely, Herndon Ely, Lewis B. Ely, Mildred Ely and Phebe Ely, to me known to be the persons described in and who executed the foregoing instrument, and acknowledged that they executed the same as their free act and deed. My commission expires June 24, 1907

Copy of Seal Franklin Miller,
Franklin Miller,
Notary Public,
City of St. Louis, Mo.
Filed & recorded Sept. 21-1903 at 11:51
A. M —Paul Young, Jr., Recorder.

I, the undersigned Recorder of Deeds for said City and State hereby certify the foregoing to be a true Copy of the Articles of Incorporation of the Ely Real Estate & Investment Company, together with the acknowledgment, date of filing and recording thereof, as the same remains of record in my office the same remains of record in my office in Corp Book 24 Page 467. Witness my hand and official seal this

21st day of September, A. D. 1903 PAUL YOUNG, JR, (Seal) Recorder. Filed and certificate of Incorporation issued Sept. 22, 1903

Sam. B. COOK, Secretary of State.

State of Missouri, No. 16096 Certificate of Incorporation WHEREAS, An association organized under the name of ELY REAL ESTATE & INVESTMENT COMPANY has filed in the office or the Secretary of State, Articles of Association or Agreement in writing, as provided by law, and has in all respects complied with the requirements of law governing the formation of Private Corporations for Manufacturing and Business Purposes;

rights and privileges granted to Manufacturing and Business Corporations under the laws of this State for a term of Fifty years: and that the amount of the Capital Stock of said corporation is Five Hundrtd and Fifty Thousand

Dollars. IN TESTIMONY WHEREOF, I bereunto set my hand and affix the Great Seal of the State of Missouri. Done at the City of Jefferson, this 22nd day of September, A D. Nineteen Hundred SAM. B. COOK, Secretary of State. (Seal) First pub. 3 21 last pub. 4-25-1914.

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ed oak wood, cut into stovelengths and delivered to any part of the city, for \$6.00 per cord, or \$5 per cord, not cut.



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F. J. BARRY Attorney and Counseller-at-Law NOGALES, ARIZONA

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